

ARI Consultancy Limited

Filleted financial statements

Year ended 30 September 2016

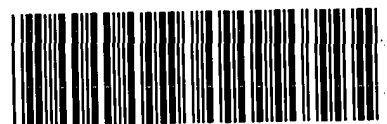
Company registration number: 04257410

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COMPANIES HOUSE

ARI Consultancy Limited

Filleted financial statements

Year ended 30 September 2016

**(As modified by Section 444 of
the Companies Act 2006)**

ARI Consultancy Limited

Directors' report and financial statements

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ARI Consultancy Limited

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

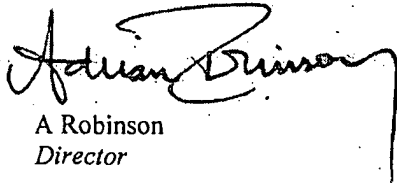
Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with applicable law and Section 1A of FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (UK Generally Accepted Accounting Practice applicable to Smaller Entities).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

On behalf of the board



A Robinson
Director

27 June 2017

ARI Consultancy Limited

Filleted balance sheet


As at 30 September 2016

	Note	2016 £	2016 £	2015 £	2015 £
Fixed assets					
Financial fixed assets	2		354,328		354,328
			<u>354,328</u>		<u>354,328</u>
Current assets					
Debtors	3	2,544,373		2,026,196	
Cash at bank and in hand		5,608		28,646	
		<u>2,549,981</u>		<u>2,054,842</u>	
Creditors: Amounts falling due within one year	4	(26,497)		(21,450)	
Net current assets			2,523,484		2,033,392
Creditors: Amounts falling due after more than one year	5		(70,000)		
Net assets			<u>2,807,812</u>		<u>2,387,720</u>
Capital and reserves					
Called up share capital	6		171		171
Share premium			1,714,435		1,714,435
Profit and loss account			1,093,206		673,114
Shareholders' funds			<u>2,807,812</u>		<u>2,387,720</u>

The profit and loss account and directors' report have not been delivered to the Register of Companies in accordance with the special provisions applicable to companies subject to the small companies regime.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

These financial statements were approved by the board of directors on 27 June 2017 and signed on its behalf by:


Adrian Robinson
Director

Registered company number 04257410

The notes on pages 3 to 7 form part of these financial statements.

ARI Consultancy Limited

Notes

(forming part of the financial statements)

1 Principal accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

ARI Consultancy Limited (the "company") is a company limited by shares and incorporated and domiciled in the UK. The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group accounts. These financial statements present information about the Company as an individual undertaking and not about its group.

These financial statements have been prepared in accordance with Section 1A of Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland ("FRS 102") as issued in September 2015. The presentation currency of these financial statements is sterling. There were no material departures from that standard. These financial statements for the year ended 30 September 2016 are the first financial statements which comply with FRS102. The date of transition is 1 October 2014.

In the transition to FRS 102 from old UK GAAP, the Company has made no measurement and recognition adjustments.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements. On first time adoption of FRS 102, the company has not retrospectively changed its accounting under old UK GAAP for de-recognition of financial assets and liabilities before the date of transition or accounting estimates.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 10.

The company has taken advantage of the exemption included in FRS 102 section 1A.7 small entities not to prepare a cash flow statement. The financial statements are prepared on the historical cost basis.

1.2 Going concern

The company is in a strong net asset position and while the company's subsidiary, PRO, has achieved sustained profitability since 2016 there is the risk that funding may be required beyond the company's currently available balances. The directors have reviewed forecasts of expected cash flows for the next 12 months and, after due consideration, consider it appropriate to continue to adopt the going concern basis in preparing the financial statements.

1.3 Financial fixed assets

Financial fixed assets comprise investments in subsidiary and associated undertakings and are stated at cost.

1.4 Foreign currencies

Transactions in foreign currencies are recorded using the rates of exchange ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated using the rates of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

ARI Consultancy Limited

Notes (continued)

1 Principal accounting policies (continued)

1.5 Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

1.6 Turnover

Turnover excludes value-added tax and represents the fair value of services delivered to customers in the accounting period. Services are deemed to have been delivered to customers when, and to the extent that, the entity has met its obligations under its service contracts.

2 Financial fixed assets

	<i>Shares</i> £	<i>Licence</i> costs £	<i>Total</i> £
At 30 September 2015	315,333	38,955	354,328
Movement in year			
At 30 September 2016	315,333	38,955	354,328

On 19 October 2005, Absolute & Dowse LLC was incorporated in Delaware, USA, in which the company has a 50% interest. This investment is carried at its historical cost amount of £nil. Absolute & Dowse LLC provides consulting and intellectual property services to clients, principally in North America, and the aggregate amount of its capital and reserves as at 30 September 2016 was a deficit of US\$87,931 (2015: deficit of US\$91,473). Its profit for the year ended 30 September 2016 was US\$3,542.

On 7 June 2006, the company acquired 100% of the issued 'A' Ordinary Share capital of Passion Radio (Oxford) Limited (PRO) comprising 1,957,647 ordinary shares of £1 each. The total consideration for the shares, including costs of acquisition, was £315,333. In October 2006, PRO was awarded a second licence, Jack FM, in a competitive tender and costs of £38,995 associated with this licence award have been capitalised as part of financial fixed assets.

The aggregate amount of the capital and reserves of Passion Radio (Oxford) Limited at 30 September 2016 was a deficit of £3,521,922 (2015: deficit of £3,602,080) and its profit for the year ended on that date was £80,158 (2015: loss of £268,327). In the opinion of the directors the value of the investment in Passion Radio (Oxford) Limited is at least equivalent to its carrying amount.

On 14 March 2012 PRO incorporated a wholly owned subsidiary, Oxis Media Limited, which issued 1 ordinary share of £1 to PRO for cash at par. The aggregate amount of the capital and reserves of Oxis Media Limited at 30 September 2016 was a deficit of £19,115 (2015: surplus of £20,859) and its loss for the year ended on that date was £39,974 (2015: profit of £11,912).

ARI Consultancy Limited

Notes (continued)

2 Financial fixed assets (continued)

On 6 July 2015 PRO set up a subsidiary company, Jack Media Surrey Limited, which on incorporation issued 1 ordinary share of £1 to PRO for cash at par.

The aggregate amount of the capital and reserves of Jack Media Surrey Limited at 30 September 2016 was a deficit of of £333,323 (2015: £29,889) and its loss for the year ended on that date was £303,434 (2015:£29,890).

3 Debtors

	2016 £	2015 £
Prepayments and accrued income	4,334	2,965
Other debtors	15,506	16,548
Corporation tax recoverable	3,750	3,750
Amount due from subsidiary undertaking, net	2,520,783	2,002,933
	<u>2,544,373</u>	<u>2,026,196</u>

The amount due from subsidiary undertaking is analysed as follows

Amount due from subsidiary undertaking	3,020,783	3,002,933
Less provision	(500,000)	(1,000,000)
	<u>2,520,783</u>	<u>2,002,933</u>

The movement in the provision is analysed as follows

At beginning of year	(1,000,000)	(1,330,500)
Movement during the year	500,000	330,500
	<u>(500,000)</u>	<u>(1,000,000)</u>

All debtors fall due within one year.

ARI Consultancy Limited

Notes (continued)

4 Creditors: amounts falling due within one year

	2016 £	2015 £
Trade creditors and accruals	26,497	21,450

5 Creditors: amounts falling due after more one year

	2016 £	2015 £
Loan	70,000	-

The loan is unsecured with an interest rate of 6%. The balance is repayable on 4 October 2017.

6 Called up share capital

	2016 £	2015 £
<i>Allotted, called up and fully paid:</i>		
17,116 (2015: 17,116) ordinary shares of £0.01 each	171	171

7 Subsequent events

There were no events after the reporting date that would require adjustment or disclosure in the financial statements.

8 Related party transactions

The company owns 50% of Absolute & Dowse LLC, a company incorporated in the United States of America. During the year, £245; (2015: £232) of costs were borne directly by the company on behalf of Absolute & Dowse LLC and £1,097; (2015: £1,137) of net cash used by Absolute & Dowse LLC was processed through the company.

At 30 September 2016, net of provisions, £Nil was due from Absolute & Dowse LLC to the company (2015: £Nil).

During the year ended 30 September 2016, the company advanced funds amounting to £43,625 (2015: £130,800) to Passion Radio (Oxford) Limited. These loans are non-interest bearing and repayable on demand. £25,775 was repaid during the year. £Nil of costs were borne by Passion Radio (Oxford) Limited during the year on behalf of the company (2015: £Nil).

ARI Consultancy Limited

Notes (continued)

8 Related party transactions (continued)

At 30 September 2016, £3,020,783 (2015: £3,002,933) was due to the company from Passion Radio (Oxford) Limited. A provision of £500,000 (2015: £1,000,000) has been provided against the balance due to the company from Passion Radio (Oxford) Limited.

The company has made available current account facilities to each of the three directors during the year. The maximum outstanding amount during the year and the outstanding balance at 30 September 2016 to each director was £5,000. These amounts are included within debtors at the year end.

The company had a loan balance of £70,000 (2015: £nil) owed to a shareholder as disclosed in note 5.

9 Ultimate controlling party

At 30 September 2016 the company was majority owned and controlled by its three executive directors, namely, Clive Dickens, Donnach O'Driscoll and Adrian Robinson.

10 Accounting estimates and judgements

The preparation of financial statements in conformity with FRS 102 required managements to make judgements, estimates assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed and revised on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The Board has reviewed the provision against the intercompany balance with PRO at the year end and in light of the upward trading and commercial position has reduced the provision by £500,000 to £500,000 at 30 September 2016. The level of the provision will be kept under review on an annual basis.

11 Audit report

On 29 June 2017 reported, as auditors of ARI Consultancy Limited, to the members on the Company's financial statements for the year ended 30 September 2016 which were unqualified and unmodified. The audit report from KPMG was signed by John Poole (Senior Statutory Auditor).